

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:	) Chapter 11
FORESIGHT ENERGY LP, a Delaware limited partnership, Debtor.	) Case No. 20-41308-659
Employer Tax I.D. No. 80-0778894	) Joint Administration Requested
)
In re:	) Chapter 11
ADENA RESOURCES, LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41314
Employer Tax I.D. No. 20-5004649	) Joint Administration Requested
)
In re:	) Chapter 11
AKIN ENERGY LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41326
Employer Tax I.D. No. 20-5231648	) Joint Administration Requested
)
In re:	) Chapter 11
AMERICAN CENTURY MINERAL LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41330
S.E.C. File No. 5725788	) Joint Administration Requested
)
In re:	) Chapter 11
AMERICAN CENTURY TRANSPORT LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41322
S.E.C. File No. 5725786	) Joint Administration Requested
)

In re:	) Chapter 11
COAL FIELD CONSTRUCTION COMPANY LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41334
	) Joint Administration Requested
Employer Tax I.D. No. 26-3795694)
In re:	) Chapter 11
COAL FIELD REPAIR SERVICES LLC a Delaware limited liability company, Debtor.	) Case No. 20-41329
	) Joint Administration Requested
Employer Tax I.D. No. 46-2249179)
In re:	) Chapter 11
FORESIGHT COAL SALES LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41323
	) Joint Administration Requested
Employer Tax I.D. No. 26-3318620)
In re:	) Chapter 11
FORESIGHT ENERGY EMPLOYEE SERVICES CORPORATION, a Delaware corporation, Debtor.	) Case No. 20-41316
	) Joint Administration Requested
Employer Tax I.D. No. 38-3957023)
In re:	) Chapter 11
FORESIGHT ENERGY FINANCE CORPORATION, a Delaware corporation, Debtor.	) Case No. 20-41333
	) Joint Administration Requested
Employer Tax I.D. No. 27-3135321)

In re:	) Chapter 11
FORESIGHT ENERGY GP LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41309
Employer Tax I.D. No. 90-0788332	) Joint Administration Requested
))
In re:	) Chapter 11
FORESIGHT ENERGY LABOR LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41337
Employer Tax I.D. No. 32-0504176	) Joint Administration Requested
))
In re:	) Chapter 11
FORESIGHT ENERGY LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41312
Employer Tax I.D. No. 20-5917685	) Joint Administration Requested
))
In re:	) Chapter 11
FORESIGHT ENERGY SERVICES LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41319
Employer Tax I.D. No. 90-0776204	) Joint Administration Requested
))
In re:	) Chapter 11
FORESIGHT RECEIVABLES LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41321
Employer Tax I.D. No. 38-3952250	) Joint Administration Requested
))

In re:) Chapter 11
HILLSBORO ENERGY LLC,) Case No. 20-41328
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
Employer Tax I.D. No. 20-5231639)

In re:) Chapter 11
HILLSBORO TRANSPORT LLC,) Case No. 20-41318
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
Employer Tax I.D. No. 38-3916881)

In re:) Chapter 11
LD LABOR COMPANY LLC,) Case No. 20-41324
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
Employer Tax I.D. No. 45-3848454)

In re:) Chapter 11
LOGAN MINING LLC,) Case No. 20-41325
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
Employer Tax I.D. No. 47-1762361)

In re:) Chapter 11
MACH MINING, LLC,) Case No. 20-41338
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
Employer Tax I.D. No. 73-1734826)

In re:	) Chapter 11
MACOUPIN ENERGY LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41331
Employer Tax I.D. No. 26-2809005	) Joint Administration Requested
)
In re:	) Chapter 11
MARYAN MINING LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41320
Employer Tax I.D. No. 26-4027085	) Joint Administration Requested
)
In re:	) Chapter 11
M-CLASS MINING, LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41335
Employer Tax I.D. No. 26-0645272	) Joint Administration Requested
)
In re:	) Chapter 11
OENEUS LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41313
Employer Tax I.D. No. 30-0306007	) Joint Administration Requested
)
In re:	) Chapter 11
PATTON MINING LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41332
Employer Tax I.D. No. 26-4027251	) Joint Administration Requested
)

In re:	) Chapter 11
SENECA REBUILD LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41311
Employer Tax I.D. No. 46-3150958	) Joint Administration Requested
)
In re:	) Chapter 11
SITRAN LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41310
Employer Tax I.D. No. 26-1369962	) Joint Administration Requested
)
In re:	) Chapter 11
SUGAR CAMP ENERGY, LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41336
Employer Tax I.D. No. 41-2178049	) Joint Administration Requested
)
In re:	) Chapter 11
TANNER ENERGY LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41317
Employer Tax I.D. No. 38-3940409	) Joint Administration Requested
)
In re:	) Chapter 11
VIKING MINING LLC, a Delaware limited liability company, Debtor.	) Case No. 20-41325
Employer Tax I.D. No. 46-1264981	) Joint Administration Requested
)

In re:) Chapter 11
WILLIAMSON ENERGY, LLC,) Case No. 20-41327
a Delaware limited liability company,)
Debtor.) Joint Administration Requested
Employer Tax I.D. No. 81-0669143)

ORDER AUTHORIZING JOINT ADMINISTRATION OF CHAPTER 11 CASES

Upon the Motion¹ of Foresight Energy LP and its affiliated debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) for entry of an order, pursuant to sections 105(a) and 342(c)(1) of the Bankruptcy Code, Bankruptcy Rule 1015, and Local Bankruptcy Rule 1015(B), (a) authorizing the joint administration and consolidation of the Debtors’ chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully described in the Motion; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and Rule 81-9.01(B)(1) of the Local Rules of the United States District Court for the Eastern District of Missouri; and it appearing that venue of the Debtors’ chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Motion; and upon consideration of the First Day Declarations; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors and all other parties in interest; and that the legal and factual bases set

¹ All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent set forth herein.
2. The above-captioned cases are consolidated for procedural purposes only and shall be administered jointly by this Court under Case No. 20-41308-659 in accordance with the provisions of Bankruptcy Rule 1015(B) and Local Bankruptcy Rule 1015.
3. The consolidated caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:	)	Chapter 11
)	
FORESIGHT ENERGY LP, <i>et al.</i>,	)	Case No. 20-41308-659
)	
Debtors.	)	Jointly Administered
)	

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. A docket entry shall be made in each of the Debtors' chapter 11 cases, other than the case of Foresight Energy LP, and, in the event related cases are subsequently filed, in such affiliates' cases, substantially as follows:

An order has been entered in this case directing the consolidation and joint administration for procedural purposes only of the chapter 11 cases of Foresight Energy LP (8894), Adena Resources, LLC (4649), Akin Energy LLC (1648), American Century Mineral LLC (SEC No. 5788), American Century Transport LLC (SEC No. 5786), Coal Field Construction Company LLC (5694), Coal Field Repair Services LLC (9179), Foresight Coal Sales LLC (8620),

Foresight Energy Employee Services Corporation (7023), Foresight Energy Finance Corporation (5321), Foresight Energy GP LLC (8332), Foresight Energy Labor LLC (4176), Foresight Energy LLC (7685), Foresight Energy Services LLC (6204), Foresight Receivables LLC (2250), Hillsboro Energy LLC (1639), Hillsboro Transport LLC (6881), LD Labor Company LLC (8454), Logan Mining LLC (2361), Mach Mining, LLC (4826), Macoupin Energy LLC (9005), MaRyan Mining LLC (7085), M-Class Mining, LLC (5272), Oeneus LLC (6007), Patton Mining (7251), Seneca Rebuild LLC (0985), Sitran LLC (9962), Sugar Camp Energy, LLC (8049), Tanner Energy LLC (0409), Viking Mining LLC (4981), and Williamson Energy, LLC (9143), and all subsequently filed chapter 11 cases of such debtors' affiliates, subject to the terms therein. The docket in the chapter 11 case of Foresight Energy LP, Case No. 20-41308-659 should be consulted for all matters affecting this case.

6. Any creditor, debtor or other party filing a proof of claim against any of the Debtors shall clearly assert such claim against the particular Debtor obligated on such claim and not against the jointly administered Debtors, except as otherwise provided in any other order of this Court.

7. One consolidated docket, one file, and one consolidated service list shall be maintained by the Debtors and kept by the Clerk of Court with the assistance of a notice and claims agent if one is retained by the Debtors in these chapter 11 cases.

8. Separate claims registers shall be maintained from the date of this Order for all claims in all of the separate Debtors cases. Counsel for the Debtors shall consult with the Clerk of the Bankruptcy Court with respect to applicable forms, notices, and procedures to effectuate the preparation of a customized proof of claim form specific to these cases and instructions and bar date notices for submitting proof of claims.

9. One mailing matrix shall be maintained for all cases, which the Debtors' counsel shall file as required under this Court's Local Bankruptcy Rules. Subject to the terms of any Order of the Court to the contrary, the matrix shall include all names and addresses for the

most current list of the Debtors' creditors. The matrix shall be maintained in the electronic record for the Lead Case Foresight Energy LP.

10. The Debtors shall file monthly operating reports as may be arranged and agreed to between the Debtors and the U.S. Trustee. Such parties may agree to file a single joint monthly operating report with segregated data specific to each Debtor. The Debtors shall remain liable for payments of U.S. Trustee fees as required under 28 U.S.C. § 1930.

11. At the U.S. Trustee's discretion, one creditors committee may be appointed for all cases, with members drawn from each of the jointly administered cases with unsecured claimants, or separate committees may be appointed for each of the cases.

12. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

13. The terms and conditions of this Order shall be immediately effective upon entry of the Order.

14. No later than two days after the date this Order is entered on the docket, the Debtors are directed to serve a copy of this Order, and are directed to file a certificate of service no later than 24 hours after such service.

Kathy A. Surratt - States
KATHY A. SURRETT-STATES
Chief U.S. Bankruptcy Judge

DATED: March 11, 2020
St. Louis, Missouri
jjh

Order Prepared By:

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Proposed Counsel to the Debtors and Debtors in Possession

In re:
Foresight Energy LP
DebtorCase No. 20-41308-kss
Chapter 11**CERTIFICATE OF NOTICE**

District/off: 0865-4

User: admin
Form ID: pdfo2Page 1 of 2
Total Noticed: 4

Date Rcvd: Mar 11, 2020

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 13, 2020.

aty +Aidan Synnott, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031
aty +Alexander Woolverton, Paul Weiss Rifkind Wharton & Garrison LL, 1285 Avenue of the Americas,
New York, NY 10019-6031
aty +Michael J. Colarossi, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031
aty +Paul M. Basta, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 13, 2020

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on March 11, 2020 at the address(es) listed below:

Alice Belisle Eaton on behalf of Debtor Foresight Energy LP aeaton@paulweiss.com
 Brad M. Kahn on behalf of Creditor Ad Hoc First Lien Group bkahn@akingump.com
 Brian C. Walsh on behalf of Creditor Davidson Kempner Capital Management LP
 brian.walsh@bclplaw.com
 Christopher J. Lawhorn on behalf of Creditor Javelin Global Commodities (UK) Ltd
 cjl@carmodymacdonald.com, txs@carmodymacdonald.com;aep@carmodymacdonald.com
 Ira S Dizengoff on behalf of Creditor Ad Hoc First Lien Group idizengoff@akingump.com
 Jaimie L Mansfield on behalf of Debtor Tanner Energy LLC jmansfield@atllp.com,
 bvogt@armstrongteasdale.com
 Jaimie L Mansfield on behalf of Debtor Sugar Camp Energy, LLC jmansfield@atllp.com,
 bvogt@armstrongteasdale.com
 Jaimie L Mansfield on behalf of Debtor Macoupin Energy LLC jmansfield@atllp.com,
 bvogt@armstrongteasdale.com
 Jaimie L Mansfield on behalf of Debtor Williamson Energy, LLC jmansfield@atllp.com,
 bvogt@armstrongteasdale.com
 Jaimie L Mansfield on behalf of Debtor Foresight Coal Sales LLC jmansfield@atllp.com,
 bvogt@armstrongteasdale.com
 John G. Willard on behalf of Debtor Oeneus LLC jwillard@armstrongteasdale.com,
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 bvogt@armstrongteasdale.com
 John G. Willard on behalf of Debtor Foresight Energy Finance Corporation
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 John G. Willard on behalf of Debtor Sitran, LLC jwillard@armstrongteasdale.com,
 bvogt@armstrongteasdale.com
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 John G. Willard on behalf of Debtor Akin Energy LLC jwillard@armstrongteasdale.com,
 bvogt@armstrongteasdale.com
 John G. Willard on behalf of Debtor Adena Resources, LLC jwillard@armstrongteasdale.com,
 bvogt@armstrongteasdale.com
 John G. Willard on behalf of Debtor Seneca Rebuild LLC jwillard@armstrongteasdale.com,
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District/off: 0865-4

User: admin
Form ID: pdf02

Page 2 of 2
Total Noticed: 4

Date Rcvd: Mar 11, 2020

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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John G. Willard on behalf of Debtor Hillsboro Transport LLC jwillard@armstrongteasdale.com,
bvoigt@armstrongteasdale.com
John G. Willard on behalf of Debtor American Century Mineral LLC
jwillard@armstrongteasdale.com, bvoigt@armstrongteasdale.com
Kathryn Redmond on behalf of Debtor LD Labor Company LLC kredmond@atllp.com, bvoigt@atllp.com
Kathryn Redmond on behalf of Debtor Coal Field Repair Services LLC kredmond@atllp.com,
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Kathryn Redmond on behalf of Debtor Coal Field Construction Company LLC kredmond@atllp.com,
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Kathryn Redmond on behalf of Debtor Logan Mining LLC kredmond@atllp.com, bvoigt@atllp.com
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TOTAL: 42